

**FILED**

ARTICLES OF INCORPORATION

OCT 8 4 01 PM

OF

OUTFOX MARKETING, INC.

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The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation is Outfox Marketing, Inc.

ARTICLE II.

The period of its duration is perpetual.

ARTICLE III.

The corporation is organized for the purpose of conducting and transacting any or all lawful business in the State of Idaho.

ARTICLE IV.

The aggregate number of shares which the corporation shall have authority to issue is 50,000, which shares shall have \$1.00 par value.

ARTICLE V.

Provisions for the regulation of the internal affairs of the corporation are as shall be set forth in the Bylaws of the corporation as from time to time adopted or amended.

IDAHO SECRETARY OF STATE

ARTICLE VI.

10/06/1998 09:00  
CK: 1750 CT: 06462 BH: 151429

The address of the initial registered office of the corporation is 2084 Silvercreek Dr., Boise, ID, and the name of its initial registered agent at such address is Karen A. Hanson. C125906

## ARTICLE VII.

The number of directors constituting the board of directors of the corporation shall not be less than one, and the name and address of the person who shall serve as the initial board of directors until the first annual meeting of shareholders or until her successor is elected and shall qualify is:

Name:

Address:

Karen A. Hanson

2084 Silvercreek Ln.  
Boise, ID 83706

## ARTICLE VIII.

Each director and officer of the corporation now or hereafter serving as such, shall be indemnified by the corporation against any and all claims and liabilities to which he has or shall become subject by reason of serving or having served as such director or officer, or by reason of any action alleged to have been taken, omitted, or neglected by him as such director or officer; and the corporation shall reimburse each such person for all legal expenses reasonably incurred by him in connection with any such claim or liability, provided, however, that no such person shall be indemnified against, or be reimbursed for any expense incurred in connection with, any claim or liability arising out of his own willful misconduct or gross negligence. This indemnification is made pursuant to *Idaho Code*, §§ 30-1-850 through 30-1-859.

## ARTICLE IX.

The name and address of the incorporator is:

Karen A. Hanson  
2084 Silvercreek Ln.  
Boise, ID 87306

DATED this 6 day of October, 1998.

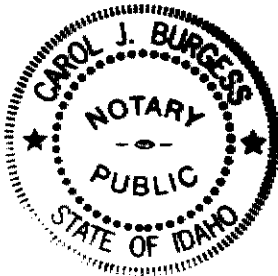
  
KAREN A. HANSON

STATE OF IDAHO )

County of Ada )

On this 6<sup>th</sup> day of October, 1998, before me, the undersigned, a Notary Public in and for said State, personally appeared KAREN A. HANSON, known to me or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that \*he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



*Carol J. Burgess*  
Notary Public for Idaho  
Residing at Boise, Idaho  
My Commission Expires: 6/20/03